

1/28/2019

Division of Corporations

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
EXLOG PUERTO RICO LLC**

Pursuant to the Florida Revised Limited Liability Company Act (the "Act") and specifically Florida Statute § 605.0202, ExLog Puerto Rico LLC (the "Company") whose Articles of Organization were first filed in Florida effective as of October 20, 2017 hereby submits these Amended and Restated Articles of Organization to replace entirely any previously filed Articles of Organization, effective as of January 28, 2019 (the "Effective Date").

ARTICLE I: NAME

The name of the limited liability company is ExLog Puerto Rico LLC (the "Company").

ARTICLE II: ADDRESS

The mailing address and street address of the principal office of the Company in the State of Florida is:

3948 3rd Street South, #381, Jacksonville Beach, Florida 32250-5847

ARTICLE III: REGISTERED AGENT & OFFICE

The name and address of the Company's registered agent is:

NAME	ADDRESS
ADVOS legal pllc	5000 Sawgrass Village Circle, Suite 7 Ponte Vedra Beach, FL 32082

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The Company may designate another registered agent at any time.

ARTICLE IV: DURATION AND EXISTENCE; EFFECTIVE DATE

The Company was formed on October 20, 2017, and will continue to exist perpetually.

ARTICLE V: MANAGEMENT

(Managed by Managers)

The Company shall be managed by a Board of Managers (the "Board") (which shall have duties, powers and authority similar to that of a Board of Directors) and shall operate through officers elected by the Board, all as provided in the operating agreement (the "Operating Agreement") of the members of the Company (the "Members"). Accordingly, managers who may, but need not, be Members, manage the Company. The current entity constituting the Board is:

NAME	ADDRESS
Baseload Group, Inc.	3948 3 rd Street South, #381, Jacksonville Beach, Florida 32250-5847

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The Members may change the number of Managers, and remove or elect individual Managers, from time to time as set forth in the Operating Agreement, without the requirement of amending these Amended and Restated Articles.

ARTICLE VI: OFFICERS

The name, address and title of each current officer of the Company is:

NAME	ADDRESS	TITLE(S)
Brian Rich	3948 3rd Street South, #381, Jacksonville Beach, Florida 32250-5847	Chairman
John C. Stradley, Jr.	3948 3rd Street South, #381, Jacksonville Beach, Florida 32250-5847	Co-Founder
Travis Schweizer	3948 3rd Street South, #381, Jacksonville Beach, Florida 32250-5847	CEO
Ranjit Singh	3948 3rd Street South, #381, Jacksonville Beach, Florida 32250-5847	CFO
Jason Knox	3948 3rd Street South, #381, Jacksonville Beach, Florida 32250-5847	Secretary

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The Board may elect or appoint additional officers, and remove the current officers, from time to time as set forth in the Operating Agreement, without the requirement of amending these Articles.

ARTICLE VII: OWNERSHIP

Ownership interests in the Company by its Members may, but need not, be evidenced by certificates signed by the president or any vice-president of the Company and by the secretary or any assistant-secretary of the Company. Transfers of certificates are restricted by the terms of the Limited Liability Company Operating Agreement among the Members of the Company. The Members of the Company shall have the right to admit additional members pursuant to the terms and conditions contained in the Operating Agreement of the Company; any new member agrees to be bound by and to such Operating Agreement.

ARTICLE VIII: OPERATING AGREEMENT

An Operating Agreement, the power to adopt, alter, amend or repeal which shall be vested in the Members of the Company, shall govern the management, operation and ownership of the Company.

ARTICLE IX: LIMITED LIABILITY

No member, manager, officer, agent or employee of the Company shall be personally liable for the debts or liabilities of the Company or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

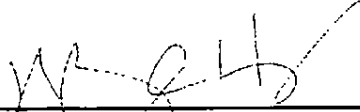
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ARTICLE X: INDEMNIFICATION

The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a member, manager or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken and omissions made by such person in the capacity of member, manager or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses related to any such proceeding.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization on the Effective Date, and in accordance with Section 605.0201, Florida Statutes, acknowledges that this document constitutes an affirmation under penalties of perjury that the facts stated herein are true and correct and further affirms that the Company has or will have at least one member at the time these Amended and Restated Articles of Organization become effective.



ADVOS legal pllc
Whitney C. Harper, Chief Executive Officer

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Amended and Restated Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.



ADVOS legal pllc
Whitney C. Harper, Chief Executive Officer

01-28-2019

Date: _____

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ADVOS legal pllc

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